



Entered on Docket
December 29, 2009

A handwritten signature in dark ink, appearing to read "Linda B. Riegle".

Hon. Linda B. Riegle
United States Bankruptcy Judge

LEWIS AND ROCA LLP

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Attorneys for USACM Liquidating Trust

**UNITED STATES BANKRUPTCY COURT
DISTRICT OF NEVADA**

In re:

USA COMMERCIAL MORTGAGE COMPANY,
USA CAPITAL REALTY ADVISORS, LLC,¹
USA CAPITAL DIVERSIFIED TRUST DEED
FUND, LLC,
USA CAPITAL FIRST TRUST DEED FUND, LLC,²
USA SECURITIES, LLC,³

Debtors.

Affects:

- ☐ All Debtors
- ☒ USA Commercial Mortgage Company
- ☐ USA Capital Realty Advisors, LLC
- ☐ USA Capital Diversified Trust Deed Fund, LLC
- ☐ USA Capital First Trust Deed Fund, LLC
- ☐ USA Securities, LLC

Case No. BK-S-06-10725-LBR
Case No. BK-S-06-10726-LBR¹
Case No. BK-S-06-10727-LBR
Case No. BK-S-06-10728-LBR²
Case No. BK-S-06-10729-LBR³

CHAPTER 11

Jointly Administered Under
Case No. BK-S-06-10725 LBR

**ORDER SUSTAINING SECOND
OMNIBUS OBJECTION OF USACM
TRUST TO PROOFS OF CLAIM BASED
IN WHOLE OR IN PART, UPON
INVESTMENT IN THE BEASTAR LOAN**

Hearing Date: December 18, 2009
Hearing Time: 1:30 p.m.

¹ This bankruptcy case was closed on September 23, 2008.

² This bankruptcy case was closed on October 12, 2007.

³ This bankruptcy case was closed on December 21, 2007.

1 The Court having considered the “ Second Omnibus Objection of USACM Trust to
2 Proofs of Claim Based In Whole or In Part, Upon Investment in The BeaStar Loan”,
3 [Docket No. 7795] (the “Objection”) at the December 18, 2009 Omnibus Hearing; proper
4 notice of the Objection having been given; no response to the Objection having been filed;
5 and good cause appearing:

6 **IT IS HEREBY ORDERED:**

- 7 1. The Objection is sustained;
- 8 2. The claims listed on **Exhibit A** attached are allowed as general
9 unsecured claims for the amount shown on **Exhibit A** as Unremitted
10 Principal;
- 11 3. The claims listed on **Exhibit A** are disallowed in the amount shown
12 because they are based upon a Direct Lender investment in The
13 BeaStar Loan; and
- 14 4. To the extent the claims listed on **Exhibit A** are based upon
15 investments in loans other than The BeaStar Loan, this order does not
16 affect the claims and the USACM Trust may file further objections.

17 PREPARED AND RESPECTFULLY SUBMITTED BY:

18
19 **LEWIS AND ROCA LLP**

20 By /s/ John Hinderaker (018024)

21 Rob Charles
22 John Hinderaker (*pro hac vice*)
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In accordance with Local Rule 9021, the undersigned certifies:

- ☐ The Court waived the requirements of LR 9021.
- ☒ This is a Chapter 11 case. I have delivered a copy of this proposed order to all counsel who appeared at the hearing, any unrepresented parties who appeared at the hearing, and any trustee appointed in this case, and each has approved or disapproved the order, or failed to respond, as indicated below (list each party and whether the party has approved, disapproved, or failed to respond to the document):

U.S. Trustee: August Landis	
<input type="checkbox"/> approved the form of this order	<input type="checkbox"/> disapproved the form of this order
<input checked="" type="checkbox"/> waived the right to review the order and/or	<input type="checkbox"/> failed to respond to the document
Other Party (no other party appeared):	
<input type="checkbox"/> approved the form of this order	<input type="checkbox"/> disapproved the form of this order
<input type="checkbox"/> waived the right to review the order and/or	<input type="checkbox"/> failed to respond to the document

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Submitted by:

LEWIS AND ROCA LLP

By: /s/John Hinderaker (#018024)
 Rob Charles
 John Hinderaker (*pro hac vice*)
 Marvin Ruth
Attorneys for USACM Liquidating Trust

Exhibit A

EXHIBIT

Claim	Name	Address	Total Claim Amount	Amount Related to the Beastar, LLC Loan	Allowed Diverted Principal Claim Amount	Approximate Amount Subject to Objection Because it Relates to an Investment In the Beastar, LLC Loan
10725-00768	Lels-Hohmann, Nienke	2275 Broadway Street Apt. 205 San Francisco, CA 94115	131,474.82	31,475.00	30,643.33	831.67
10725-01206	Evie Dean 2000 Trust Dtd 12/1/00	C/O Evie Dean Trustee 29 Pheasant Ridge Dr Henderson, NV 89014-2110	65,336.72	-	32,683.00	-
10725-01208	Monighetti, Pete	6515 Frankie Ln Prunedale, CA 93907	1,509,963.55	36,870.50	21,788.66	15,081.84
10725-01417	Davis Joint Tenants, Patick d	W/Right Of Survivorship 737 Bannerman Lane Fort Mill, SC 29715	62,500.00	25,000.00	-	25,000.00
10725-01687	Homfeld Ii Llc	2515 N Atlantic Blvd Fort Lauderdale, FL 33305-1911	2,861,221.63	50,585.22	43,577.32	7,007.90
10725-01865	Oosthuizen, Adrian Jr	5860 Lausanne Dr Reno, NV 89511	2,711,295.30	44,964.03	-	44,964.03
10725-01971	Goode, James Paul	92-1500 Makakilo Drive Kapolei, HI 96707	1,417,522.98	22,482.01	21,788.66	693.35
10725-01997	Km Trust	C/O Aimee E Kearns Trustee 5886 N Bonita Vista St Las Vegas, NV 89149-3911	1,535,080.92	41,816.55	40,427.00	1,389.55
10725-02006	David A Gean Revocable Tr	C/O Marsha Kendall Trustee 6615 E Pacific Coast Hwy #260 Long Beach, CA 90803-4228	511,785.96	44,964.03	43,577.32	1,386.71
10725-02173	Cook Jt Ten, Aldon G & Dec	259 Hammock Terrace Venice, FL 34293-1012	285,580.12	22,482.01	21,771.28	710.73